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December 9, 2014

Via Electronic Filing

Ms. Barcy McNeal
Public Utilities Commission of Ohio
Administration/Docketing
180 East Broad Street, 11th Floor
Columbus, OH 43215-3793

Re: Oregon Clean Energy, LLC
OPSB Case Nos. 12-2959-EL-BGN and 14-1396-EL-BGA

Dear Ms. McNeal:

This letter will provide information on the progress of the 799-megawatt natural gas combined cycle plant that the Ohio Power Siting Board ("OPSB") approved in Case No. 12-2959-EL-BGN and as amended in Case No. 14-1396-EL-BGA.

There were a number of industry articles about the closing of the \$850 million financing which occurred on November 14, 2014. Attached are copies of the following press releases and articles:

- Attachment 1 – *Energy Investors Funds and iSquared Capital* dated November 17, 2014
- Attachment 2 – *SparkSpeed* dated December 16, 2014
- Attachment 3 – *Power Finance and Risk* dated November 24, 2015
- Attachment 4 – Black & Veatch news release dated November 21, 2014

In addition, two progress reports are attached, one from Black & Veatch for November 2014 (Attachment 5) which, among other information, contains photos on pages 9 and 10 of the current construction. A Siemens third Monthly Progress Report for November 2014 is attached as Attachment 6.

Finally, a schedule of the milestones in the construction of the Oregon Clean Energy Center is also attached (Attachment 7) showing that construction on site began in November 2014 and substantial completion is expected in June 2017.

Additional updates are planned in the future. If you have any questions please call at the number listed above.

Sincerely,

Sally W. Bloomfield

Attachments

Cc: Grant Zeto (w/Attachments)
Chris Cunningham (w/Attachments)



FOR IMMEDIATE RELEASE

ENERGY INVESTORS FUNDS AND I SQUARED CAPITAL ANNOUNCE EQUITY PARTNERSHIP TO CONSTRUCT 869 MW OREGON CLEAN ENERGY CENTER

NEW YORK, NY – NOVEMBER 17, 2014: Energy Investors Funds (“EIF”), an energy-focused private equity firm, and I Squared Capital, an independent global infrastructure investment manager, announced that they have formed an equity partnership to construct the Oregon Clean Energy Center (“OCEC”), a greenfield 869 megawatt combined-cycle natural-gas fired generation facility to be located in Oregon, Ohio. EIF, through one of its private equity funds, EIF United States Power Fund IV, L.P. (“USPF IV”) and I Squared Capital, through its ISQ Global Infrastructure Fund, are equal partners in the project.

OCEC will use two Siemens SGT6-8000H gas turbines and one steam turbine, which are the most advanced and efficient turbines on the market. The plant’s output will play a critical role in the Pennsylvania-New Jersey-Maryland (“PJM”) wholesale electricity market, which is slated for 12,000 MW of coal plant retirements in the near future. The plant’s construction will have a positive impact on the community, creating approximately 500 jobs during construction, and approximately 25 jobs on-site after completion. The plant is expected to begin commercial operations by July 2017.

“We’re happy to have closed on our equity partnership and debt financing, which will allow OCEC to begin construction,” said Lucas Missonig, Senior Vice President at EIF. “This project will provide efficient electricity for a marketplace where new, cleaner generation is sorely needed. We’re pleased to partner with I Squared Capital on this project and look forward to working with them throughout the construction process.”

“I Squared Capital’s investment in OCEC is consistent with our strategy of investing in clean, efficient generation that will benefit from the new paradigm, arising from abundant natural gas and environmental regulations, in the U.S. electricity market.” said Adil Rahmathulla, Partner at I Squared Capital. “OCEC will serve a growing customer base in the world’s largest wholesale electricity market while reducing emissions. We are pleased to partner with EIF and look forward to a successful collaboration.”

OCEC was approved by the Ohio Power Siting Board in May 2013 and has been developed by North America Project Development, LLC (“NAPD”), utilizing loans from USPF IV. NAPD will retain an interest in OCEC going forward.

“We look forward to having EIF and I Squared Capital advance OCEC through a construction phase, and on to commercial operations,” said William J. Martin, Managing Partner of NAPD.

“Both firms are name-brand partners with the resources and expertise to see this project through completion.”

BNP Paribas acted as the exclusive financial advisor to EIF and OCEC on this transaction. The law firm of Orrick, Herrington & Sutcliffe represented OCE and EIF in the development, commodity hedging and debt financing of the project, and in raising the necessary equity financing. The law firm of Davis Polk advised I Squared Capital on its equity investment in OCEC. The law firm of King & Spalding advised OCEC in the development of the engineering, procurement and construction contract for the project.

About Energy Investors Funds

EIF was founded in 1987 as one of the first private equity fund managers focused on the independent power industry. EIF’s investment strategy is to create diversified portfolios of energy infrastructure-related assets across the power generation, transmission, and midstream sectors that are expected to provide superior risk-adjusted equity returns with current cash flow and capital appreciation. EIF has raised over \$5 billion in equity capital and currently manages multiple private equity funds from its offices in Boston, New York, and San Francisco. In October 2014, Ares Management, L.P. (NYSE: ARES) announced that it had signed a definitive agreement to acquire EIF through one of its subsidiaries. The acquisition, which is subject to customary closing conditions including investor consents and regulatory approvals, is expected to close before year-end. For more information, visit www.eif.com.

About I Squared Capital

I Squared Capital is an independent global infrastructure investment manager focusing on energy, utilities, and transport in North America, Europe, and select high growth economies. The Firm has offices in New York, Houston, London, New Delhi, Hong Kong and Singapore.

About North America Project Development

North America Project Development, LLC was established by Bill Siderewicz and Bill Martin, each with over 34 years experience in private power, having developed well over 10,000 MW of operating power projects.

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I Squared Capital
Principal
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Dec. 8, 2014 17:12 EST

Nov. 16, 2014 15:35 EST

Exclusive**Morgan Stanley alums to acquire PJM project stake**

I Squared Capital, an infrastructure fund formed by several former Morgan Stanley executives, has agreed to acquire an interest in an 869 MW power project in the PJM region.

In the deal, I Squared is buying a stake in the Oregon Clean Energy Center project in Ohio from Energy Investors Funds' EIF United States Power Fund IV, L.P. and North America Project Development, LLC, *SparkSpread* has learned.

Officials at I Squared, EIF and NAPD could not immediately be reached.

The project, which is located in a suburb of Toledo, in northwestern Ohio, represents an estimated total project cost of \$850 million.

EIF and NAPD retained BNP Paribas earlier this year to advise on a sale of an equity interest in the project.

At that time, the sponsors had negotiated and were set to sign an EPC agreement with Black & Veatch.

BNP and Credit Agricole, which are leading non-recourse debt financing for the project, recently lined up nine lenders with tickets of \$100 million each.

Meanwhile, Morgan Stanley is understood to have agreed to provide a commodity hedge in the form of a heat-rate call option for the Oregon project.

The equity sale, non-recourse debt financing and commodity hedge were signed on Friday, according to two industry sources.

The Oregon project cleared the 2017/18 PJM Base Residual Auction at \$120/megawatt day and is expected to enter commercial operation in May 2017.

Siemens is providing two SGT6-8000H gas turbines and one steam turbine.

The deal follows a transaction last year in which I Squared partnered with Veolia Energy North America to acquire the 256 MW Kendall power plant in Massachusetts from NRG Energy.

I Squared was formed by several executives with Morgan Stanley's infrastructure arm, including Sadek Wahba, Gautam Bhandari and Adil Rahmathulla.

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Power Finance & Risk

Exclusive Insight on Power M&A and Project Financing

By the publisher of GlobalCapital

● Mergers & Acquisitions

EIF Nets Equity Investment For Oregon CCGT

I Squared Capital is buying half of **Energy Investors Funds'** Oregon combined cycle project. Page 5

● Project Finance

Panda Wraps Stonewall B Loan Package

Panda Power Funds has inked a \$571 million deal backing its Stonewall project in Virginia. Page 6

SunEdison, TerraForm Net First Wind

Holly Fletcher

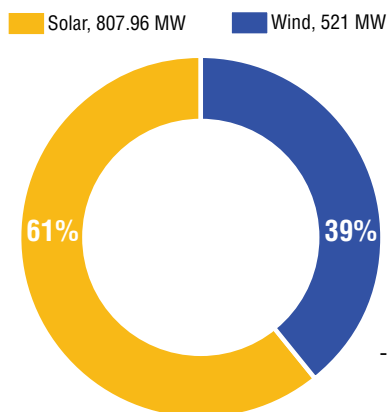
SunEdison and **TerraForm Power** have agreed to buy First Wind for \$2.4 billion, including a \$510 million earn-out.

First Wind will sell its 521 MW of operating wind assets — including its partnership with **Emera** — to TerraForm for \$862 million.

The acquisition by TerraForm is its first outside of the solar sector. The yield company wants to assemble a portfolio of renewables, including wind, storage and hydro.

SunEdison will pick up a 1.6 GW project development pipeline and a 6.4 GW pipeline of projects that are in early development stages. The earn-out is associated with the 1.6 GW project pipeline over PAGE 8 >

TerraForm Power Portfolio



Source: TerraForm Power, First Wind

Dozens Of Lenders Circle \$11.5B Corpus Christi LNG

Nearly three dozen lenders are considering making commitments to **Cheniere Energy's** \$11.5 billion financing for the Corpus Christi liquefied natural gas export project in Texas, say deal watchers. **Société Générale** is advising Cheniere on the deal and is still auditioning potential joint lead arrangers.

The financing has attracted a wide swath of project finance players including **ica Merrill Lynch Scotiabank BBVA Bank of Montreal, Barclays, BNP Paribas, CIBC, Crédit Agricole, Credit Suisse, Deutsche Bank, GE Energy Financial Services, Goldman Sachs, HSBC, ICBC, ING**, PAGE 2 >

Q&A: Andrew Jones, AMP Capital

AMP Capital raised \$1.1 billion for its global Infrastructure Debt Fund II, surpassing its \$1 billion target. Senior Reporter **Olivia Feld** spoke to **Andrew Jones**, global head of infrastructure debt at AMP Capital headquarters in Sydney, about M&A driving lending activities and how the shop sources its deals.

PFR: Where do you see new opportunity now in the Americas and what do you think has changed in the market since the first fund was raised and invested?

Jones: We've been active in the Americas for many years now.



I think it was back in maybe 2005 we made our first investment in the U.S. It's only in the last number

of years that we've had a team based in the U.S. on the ground and really that's reflective of the fact that we have been seeing a growing number of opportunities for several years now. As I say, most of those continue to be in the energy space in one

form or another. But we're now seeing further opportunities in the other sectors we target. As I mentioned, we look at transportation assets and we've considered a number of investments in the U.S. in both the ports and airport sectors, for example.

PFR: You have been more active in the U.S., why is the market more attractive now than it was 10 years ago, when you first started making investments?

PAGE 7 >

STRATEGIES ●

Demand Could Speed Up Terra-Gen B Loan

Terra-Gen Power's \$300 million term loan B could wrap before its Dec. 3 commitment deadline on strong investor demand. **Goldman Sachs** is leading the deal.

The B loan, which launched Nov. 12 at LIBOR plus 425-450 basis points, has "good early traction," says a deal watcher. Terra-Gen could see pricing come in under the guidance given the strong investor response, notes another financier. The syndication process

"could accelerate" and wrap early, notes the deal watcher.

The package is rated BB+ by **Standard & Poor's Moody's Investors Service**

The B loan is part of a \$325 million package that includes a \$25 million revolver (PFR, 11/12). The seven-year B loan is pitched with a 1% LIBOR floor and a 99 original issue discount. The debt will sit at **Terra-Gen Finance Co**.

Proceeds from the B loan will be used to pay down project

level debt as well as buy out tax equity stakes in six of the wind farms. Terra-Gen will also make an equity distribution to its investors

Partners and Global Infrastructure Partners

Terra-Gen Finance owns a portfolio of 18 wind farms totaling 497 MW in California, Colorado, Minnesota and Wyoming. It also owns equity stakes in three solar and geothermal projects that total 157 MW in California.

Citicorp USA, a subsidiary of **Citigroup**, owns tax equity stakes in the 2 MW Chandler wind farm in Buffalo Ridge, Minn., the 2 MW Foote II, the 25 MW Foote III, the 17 MW Foote IV wind farms and the 23 MW Oak Creek wind farm in Tehachapi, Calif., and the 30 MW Ridge Crest in Peetz, Calif., according to a filing with the U.S. **Federal Energy Regulatory Commission**.

A Goldman spokeswoman declined to comment. ■

MERGERS AND ACQUISITIONS ●

EIF Ropes I Squared For Oregon Equity

Energy Investors Funds has sold half of its 869 MW Oregon combined cycle project in Oregon, Ohio, to infrastructure investor **Squared Capital**.

I Squared, an infrastructure fund based in New York, will co-control the project, says a deal watcher. Developer **Project Development** will retain an economic carried interest separate from the equity owners.

FAST FACT

The equity stake sale has been in tandem with a \$591.4 million financing led by BNP Paribas and Crédit Agricole. The loan closed at LIBOR plus 325 basis points.

I Squared has been tracking several gas-fired projects in the region and was interested in Oregon for many reasons including its EPC contract with Black &

Veatch and affiliation with EIF, **Rahmathulla**, partner at I Squared told *PFR*.

The equity stake sale has been in tandem with a \$591.4 million financing led by **Paribas** **Crédit Agricole** (PFR, 10/30). The loan closed at LIBOR plus 325 basis points. The pricing is expected to step-up to L+350 bps for the first three years after the plant is online and then to L+375 bps for the remaining four years. Two different hedge

structures have been proposed: a heat-rate call option or a revenue put floor contract.

Nearly a dozen banks were casing the deal, including **Associated Bank Bank of America CIT Group Deutsche Bank ING, ICBC Investec NordLB Prudential Capital Group North American Scotland SunTrust** and **Wells Fargo**.

BNP advised EIF along with **Orrick Herington & Sutcliffe** while **Polk & Spalding King** advised I Squared. on the project's the engineering, procurement and construction contract.

I Squared will own the stake via its \$2.5 billion **isQ Global Infrastructure Fund** which is being acquired by **Management** (PFR, 11/7), owns Oregon via its **United States Power Fund IV**

Oregon will be I Squared's sixth power investment in the U.S. It owns a hydro portfolio in Pennsylvania and New York, a cooling asset in Cincinnati, Ohio, that it bought from **DTE Energy**, as well as a cogeneration facility in Boston. It was founded by three alum of **Morgan Stanley** but fund was targeted to hit \$2 billion (PFR, 7/23/13).

An EIF spokesman declined to comment on details of the financing. Spokespeople for BNP and CreditAg did not respond to inquiries. ■

First Reserve To Buy Apex Wind Project

First Reserve has agreed to buy the 298 MW Kingfisher wind project from **Apex Clean Energy**.

First Reserve and Apex anticipate closing the acquisition by year-end, according to a filing with the U.S. **Federal Energy Regulatory Commission**. The acquisition marks the first wind purchase by **First Reserve Energy Infrastructure Fund II**.

Kingfisher is on track to be online by the end of 2015 to qualify for the production tax credit. Whether the project has a power purchase agreement could not be immediately learned.

Apex has been looking to finance the Kingfisher project in Canadian and Kingfisher Counties, Okla., as well as the 300 MW Balko wind project in Beaver County, Okla. The Charlottesville, Va.-based shop has been trying to sell Kingfisher in a process run by **Morgan Stanley** for about a year (PFR, 12/12/13).

Details on the purchase price or the financing of Kingfisher could not be immediately learned. A spokeswoman for First Reserve declined to comment while an Apex official was not immediately available to comment. ■

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21 November 2014
 Overland Park, Kansas

Black & Veatch Named EPC Contractor for High-Efficiency Combined Cycle Power Project

Oregon Clean Energy Center to provide needed generation as coal-fired plants retired

Overland Park, Kansas (21 November 2014) -- Black & Veatch has been selected as prime contractor for the engineering, procurement, construction and startup of the Oregon Clean Energy Center (OCEC) in Oregon, Ohio. The natural gas combined cycle power plant is being developed by North America Project Development, LLC (NAPD) with equity financing from Energy Investors Funds and I Squared Capital.

The 869 megawatt facility will provide electricity for growing manufacturing and residential use. It replaces generation from several aging coal-fired power plants in the region that are being retired. Construction is expected to begin in November 2014. The plant is expected to begin commercial operations by July 2017. More than 500 workers are expected to be at the project site during peak construction.

"We selected Black & Veatch because of their world class engineering skill, their strong track record in delivering major power generation projects around the world and in the U.S., and because of their depth of awareness of the new technology we planned to employ," said William J. Martin, Managing Partner of NAPD.

The facility includes two Siemens H class combustion turbines. The plant provides the most efficient generation capability in the market and significantly reduces air emissions. Existing electrical transmission lines are adjacent to the project site. Natural gas for the OCEC is delivered by a new pipeline from the Maumee hub which provides reliable, economic gas supplies. Water for the facility will be provided from Lake Erie by the city of Oregon.

"This energy center will employ among the best quality technology that increases efficiency and emissions control," said Dean Oskvig, President and CEO of Black & Veatch's energy business. "By implementing this project we are supporting NAPD's goal to provide customers with cost-effective clean energy."

Editor's Notes:

- The Oregon Clean Energy Center will utilize two-high efficiency Siemens SGT6-8000H combustion turbine generator (CTGs), two heat recovery steam generators (HRSGs) supplied by NEM, and a Siemens SST6-5000 steam turbine. To increase power output, the HRSGs are equipped with supplemental firing and the gas turbines are equipped with evaporative coolers.
- The Siemens H class combustion turbines are being installed in a two-on-one combined cycle configuration.
- The OCEC's wet cooling system is optimized for the specific plant location.
- Engineering and procurement for the project will be handled primarily by Black & Veatch's professionals at the company's Global Headquarters in Overland Park, Kansas.
- Construction will be performed by Black & Veatch using a combination of direct hire labor as well as multiple subcontracts.
- Startup and testing will be performed by Black & Veatch using its own experienced startup teams.

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Black & Veatch was awarded the engineering, procurement, and construction (EPC) contract to complete a 220 MW simple cycle...


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JAKARTA, INDONESIA (7 February 2012) – The Minister of Energy and Mineral Resources, Republic of Indonesia, Mr. Jero Wacik,...

Cost and Schedule Pressures Drive Project...

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 **PowerPlantMD: Turning Your Data Into Action** (</docs/energy-brochures/powerplantmd-turning-your-data-into-action>)

About Black & Veatch
Black & Veatch is an employee-owned, global leader in building critical human infrastructure in Energy, Water, Telecommunications and Government Services. Since 1915, we have helped our clients improve the lives of people in over 100 countries through consulting, engineering, construction, operations and program management. Our revenues in 2013 were US\$3.6 billion. Follow us on www.bv.com (<http://www.bv.com/>) and in social media.

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CLOSE SITE MAP

PROJECTS	CAPABILITIES	COMPANY	CAREERS	NEWS	SOCIAL
Water Supplies Department, Hong Kong SAR (/home/projects/project?pid=3d5ac9f1-689f-4736-bd59-19812b73d1be)	By Market (/Capabilities)	Culture (/Home/company/culture)	Fast Start (http://careers.bv.com/careers/FastStart)	News Releases (/home/news/news-releases)	Twitter (http://twitter.com/Black_Veatch)
U.S. Environmental Protection Agency Region 4 (/home/projects/project?pid=b15ee0e9-76c5-4fae-b449-f0b6ee032b0d)	By Service (/Capabilities)	People (/Home/company/people)	Campus (http://bv.com/home/campus)	Events (/home/news/events)	YouTube (http://www.youtube.com/user/BV)
Lincoln Water (/home/projects/project?pid=2e9ec5a1-5cd9-4de8-9425-4f1a084f76a3)		Rankings (/Home/company/rankings)	Diversity (http://careers.bv.com/careers/Diversity)	Solutions Online (/home/news/solutions)	Facebook (http://www.facebook.com/blackv)
		History (/Home/company/history)	Military (http://careers.bv.com/careers/Military)	Online Publications (/home/news/publications)	LinkedIn (http://www.linkedin.com/compan)
		Locations (/Home/company/locations)		Brochures (/Home/news/brochures)	and- veatch/careers? trk=tabs_biz_career)
		Contact (/Home/company/contact)		Annual Review (/Home/news/annual-review)	Google+ (https://plus.google.com/+blackvrel=author)
		Awards (/Home/company/awards)		Media Room (/Home/news/media-room)	Pinterest (http://pinterest.com/blackveatch)
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OREGON CLEAN ENERGY CENTER MONTHLY REPORT

MONTH 1, NOVEMBER 2014

Oregon Clean Energy, LLC

**PROJECT 184704
FILE 28.6000
141202**



BLACK & VEATCH
Building a **world** of difference.®

Table of Contents

1.0	Executive Summary	2
2.0	Significant Events	2
3.0	Contract Status.....	2
4.0	CPM Schedule Status	2
5.0	Engineering Status	3
6.0	Procurement Status	6
7.0	Construction Status.....	6
8.0	Startup Status	7
9.0	Project Risk Summary.....	7
10.0	Environmental, Health, Safety & Security (EHS&S).....	7
11.0	Permitting Status	8
12.0	Quality Assurance	8
13.0	Site Progress	8
14.0	Miscellaneous	11

ATTACHMENTS

A	Cost Report
B	Cash Flow Report
C	Change Order Log
D	CPM Schedule Summary and Native File [LATER]
E	Engineering Deliverables List
F	Procurement Status Report
G	Vendor Schedule of Submittals
H	ITP Test Status [LATER]
J	Construction Installation Logs/Curves [LATER]
K	Construction Craft Manpower Curves [LATER]
L	Construction Turnover Summary
M	RFI Log
N	Startup & Commissioning Status Summary
P	Risk Log
Q	Safety, Health, or Environment Incident Reports
R	Permit Status
S	Action Item List
T	Major OEM Monthly Reports

1.0 Executive Summary

This is the first in a series of monthly progress reports that are provided throughout the duration of the project. This particular report covers the period from receipt of LNTP on August 19, 2014 up to the end of November 2014.

The period up to financial closing and subsequent to NTP provided an extended duration wherein Black & Veatch was able to accomplish a lot of activities on the engineering and procurement front as well as planning on the construction side. Currently, thirteen (13) procurement packages have been awarded and represent the majority of the major equipment for the project.

2.0 Significant Events

Notice to Proceed (NTP) was received on November 14, 2014. Subsequently, the B&V mobilization to site occurred on November 17, 2014 and construction of the project has started.

3.0 Contract Status

Attachment A contains the monthly cost report, showing the contract price, approved change orders, pending change orders, amounts earned to date, and amounts paid to date.

Attachment B provides the monthly cash flow report reflecting amounts earned to date and amounts forecasted by month. Curves of the baseline, actual incurred and forecasted cash flow are also provided with the monthly cash flow amounts reflected.

Attachment C provides the Change Order log including a brief description, status (pending, rejected or approved), and anticipated cost and schedule impact. Also included is a curve indicating the value of approved change orders by month.

4.0 CPM Schedule Status

A significant amount of work has taken place in the development of the CPM schedule for the project. The activities completed or in progress include the following:

- Black & Veatch has reviewed and aligned the standard discipline fragnets, with the project-specific execution strategy, including activity durations, sequence, logic, and resources to date.
- All project activities have been created and loaded into the Primavera P6 tool, tying discipline fragnets together.
- Key client milestones and submittals have been added.
- Float reviews have been conducted to validate EPC progress and engineering discipline interfaces and establish project critical and sub-critical paths.
- Measures have been put in place to ensure that turnover from engineering and procurement support the construction need dates.
- The project team has established grouping plans to support engineering resource leveling, and completed discipline-specific leveling reviews.

- Up-front planning with construction personnel is in progress to support the development of detailed construction activities in the schedule.

A draft schedule is currently being reviewed by the project team. Once all internal reviews are completed and issues resolved, it will be baselined. The baseline schedule will allow Black & Veatch to begin developing progress and commodity installation curves, and revise the existing Level 1 and 2 schedules accordingly. The first CPM schedule is expected to be issued for Owner review in January 2015 consistent with the EPC Agreement requirements.

After the baseline of the schedule is completed, upcoming monthly progress reports will include the analysis of the five shortest paths as well as a variance report identifying all activities that have slipped showing current total float, impact of slippage, and a specific recovery plan in the event of any slippage in the critical path of the Work which would cause a date in the schedule to occur after the applicable completion date.

Refer to Attachment D [LATER] for a copy of the hi-level, Primavera schedule summary as well as the file in native format.

5.0 Engineering Status

The preliminary engineering deliverables list is provided in Attachment E. Upon finalization of the L3 schedule, the forecast and construction release dates will be added along with the relevant statistics.

The following provides discipline-specific engineering and design activity status. In addition, any outstanding items from the design review meetings are highlighted.

Civil/Structural

The following activities have been completed to date and within the month of November.

- Continued receiving subsurface investigation lab work results and completed the analysis.
- Produced the Geotechnical Report for in-house review and design support.
- Supported deliverables for ACOE permit by Client.
- Responded to Client review comments to the Site Arrangement drawing.
- Issued the Admin/Control/Warehouse/Maintenance Building architectural arrangements for Client Review.
- Continued with underground utility planning and design activities.
- Continued with support for plant arrangement development.
- Initiated layout and design activities for the STG mat/pedestal foundation.
- Initiated layout and design activities for the HRSG foundations.
- Continued with superstructure planning and layout activities.
- Supported specification development, bid evaluations, and negotiations/awards of various packages as noted in Attachment F.
- Continued with in-house review of B&V-generated drawings.

- Continued with review of vendor document submittals.

Mechanical

The following activities have been completed to date and within the month of November.

- Finalized routing of underground piping for the following systems:
 - Instrument Air
 - Hydrogen Storage
 - Ammonia Supply and Storage
 - Circulating Water
 - Circulating Water Chemical Feed
 - Closed Cycle Cooling Water
 - Cycle Makeup and Storage
 - Fuel Gas Supply
 - Site Fire Protection
 - Combustion Turbine
 - Service Water Supply and Storage
 - Potable Water
 - Circulating Water Pretreatment
 - Cycle Makeup Treatment
- Issued General Arrangement drawings for Owner review.
- Issued P&IDs for In-House Review for the following systems:
 - LAE – HP Desuperheating Spray
 - LBA – HP/LP Main Steam
 - LBC – Cold Reheat Steam
 - LBB – Hot Reheat Steam
 - MAN – Turbine Bypass Station
 - AAA – P&ID Index & Legend
- Continue development of General Arrangement for the Water Treatment Area.
- Continued system design for the underground piping of the Sanitary Drainage and Treatment, Wastewater Collection and Treatment, and Oil Spill Prevention systems.
- Continued finalizing routing of the HP/LP Main Steam, Hot Reheat Steam, Cold Reheat Steam, Auxiliary Steam, Boiler Feedwater and Condensate piping.
- Continue system design for the Auxiliary Steam, Condensate/Condenser, Boiler Feedwater, HRSG, Main Steam, Low Pressure Steam, Hot Reheat Steam, Cold Reheat Steam, ST Seals and Drains (ST) systems.
- Supported specification development, bid evaluations, and negotiations/awards of various packages as noted in Attachment F.

Chemical

The following activities have been completed to date and within the month of November.

- Developed preliminary arrangements for the Water Treatment Area, and Water Treatment and Circulating Water Chemical Feed Buildings in preparation of Owner review of the Site Arrangement Drawings.
- Released underground pressure pipe for routing for the Circulating Water Chemical Feed, Ammonia Storage and Supply, Cycle Makeup Treatment, and Circulating Water Pretreatment Systems.
- Performed preliminary equipment sizing calculations for the Cycle Chemical Feed, Circulating Water Chemical Feed, Ammonia Storage and Supply, Wastewater Collection, and Circulating Water Pretreatment Systems.
- Performed initial development for all Chemical system P&ID's in preparation for "In-house" review.
- Assisted in the preparation of Project Control Documents such as the Project Design Manual, Project Instructions Manual, Project Schedule, etc.
- Updated the Water Mass Balance and issued for "In-house" review.
- Evaluated the effects on the proposal design basis of the new raw water data, and prepared a white paper on water treatment including waste products.
- Supported specification development, bid evaluations, and negotiations/awards of various packages as noted in Attachment F.

Electrical /Control

The following activities have been completed to date and within the month of November.

- Finalized the following calculations to support procurement of electrical equipment and electrical design.
 - CT Generator Transformer Sizing
 - ST Generator Transformer Sizing
 - CT GSU Var Flow
 - ST GSU Var Flow
 - ST GCB and Isophase Short Circuit
 - CT GCB and Isophase Short Circuit
 - Aux power System Analysis (for UAT sizing)
- The overall one-line and the medium voltage one-lines were issued for In House Review.
- The main ductbank routes, sizes, and manholes have been determined. Preliminary ductbank tube assignments have been made. Preliminary cable derating for power feeders were performed to support ductbank sizing.
- The load list was initiated and populated with the current load information.
- Site soil conductivity testing was completed and the values input into the overall grounding calculation.
- Electrical equipment locations have been determined and information provided for the plant arrangements.

- Iso-phase routing sketches were generated to support the isolated phase bus duct procurement.
- The preliminary BOP DCS I/O count was issued to the DCS supplier (Siemens).
- Instrumentation reviews of P&IDs have commenced along with instrument tagging.
- Supported specification development, bid evaluations, and negotiations/awards of various packages as noted in Attachment F.

6.0 Procurement Status

Attachment F provides the procurement status report including status of bids out for quotation, in evaluation, and awarded along with anticipated delivery dates for equipment to site. The number of packages will continue to evolve as the design and construction progress throughout the project.

The relevant procurement statistics are represented below:

PROCUREMENT STATUS	NUMBER
Packages Awaiting Preparation	63
Package Count in Process (In preparation or IHR)	5
Packages Out for Bid	6
Packages in Negotiation	11
Estimated Total Number of Procurement Packages	85
Packages Out for Signature/Awarded	13
Percent Complete	15.3%

Attachment G provides the vendor document deliverable log (e.g. Schedule of Submittals (SOS) log).

Attachment H provides the Inspection and Test Plan (ITP) along with a summary of upcoming tests.

7.0 Construction Status

The Site Development Contractor mobilized to site on November 17, 2014, along with three Black & Veatch Construction personnel. Work commenced with the installation of silt fencing per the Stormwater Pollution Prevention Plan (SWPPP). Development of the main construction entrance from Lallendorf Road has started, as well as the development of areas for temporary construction management trailers.

To date, 7,100 linear feet of silt fencing has been installed and 55 people have received site orientation.

Attachment J [LATER] provides statistical reports/curves (e.g. construction installation) that show progress against the plan on an overall basis and for each major commodity including: piling, concrete, structural steel, equipment installation, piping and specialties, conduit, ductbank, cable tray, wire and cable and terminations.

Attachment K provides overall construction and construction craft manpower histograms showing the baseline, current, actual and forecasted manpower required by month as well as the schedule performance index for each.

Attachment L provides a summary of the construction turnover to start-up status, by system, and the quantitative progress including relevant statistics. [PROVIDED LATER]

Attachment M provides the Request for Information (RFI) log documenting the information correspondence between site (construction) and the home office (engineering). [PROVIDED LATER]

8.0 Startup Status

Attachment N provides the start-up and commissioning status summary report which includes status of the Turnover (TO) packages for two purposes: a) TO from construction to the startup/commissioning team; b) TO of the systems to Owner's O&M contractor.

9.0 Project Risk Summary

Refer to Attachment P for the risk log that presents all known risks on the project. Descriptions, estimated probability and impact ratings, affected workstream(s), submitter, responsible party, description of mitigation strategies, and status of action/progress is presented.

10.0 Environmental, Health, Safety & Security (EHS&S)

There were no Safety, Health, or Environment Incidents to report.

Statistics for the project will be presented in the following preliminary fashion starting next month.

DATA	MANHOURS
Engineering & Procurement Hours	
Construction & Subcontractor Hours	
Total Hours	
Total Number of Professionals/Subcontractors	

RATES	
Lost Time/DAFW Rate	
Recordable Incident Rate (RIR)	
Experience Modification Rating (EMR)	

If applicable, any safety, health, or environmental incident reports are provided in Attachment Q.

11.0 Permitting Status

A summary of applicable Contractor permits, either completed, or upcoming is summarized in Attachment R.

Contact information for the agencies is provided below.

ENTITY	NAME / POSITION	PHONE NUMBER EMAIL
City of Oregon	Rodney Shultz, P.E. Deputy City Engineer	P: 419.698.7015 F: 419.691.0241 rshultz@ci.oregon.oh.us
Ohio EPA	Craig Butler Director	P: 614.644.3020
United States Army Corps of Engineers (USACE)	Brian Swartz	By Owner

12.0 Quality Assurance

The project Quality documentation has been submitted for information. Once a permanent QA/QC professional is assigned by PPMS, further discussion will take place regarding further review of the quality standards utilized by Black & Veatch.

The Inspection & Test Plan (ITP), which is used to forecast inspection dates, is being finalized and expected to submit to the Owner within the month. The ITP will be continuously updated as revisions to vendor schedules are received.

There are no quality control activities to report for the month.

13.0 Site Progress

Progress photos are provided herein for the month.

Figure 1 – Silt Fence Progress



Figure 2 – Plant Entrance Road Work



Figure 3 – Installation of Temporary Power Poles



Figure 4 – Beginning Road Work on South Side of Site



14.0 Miscellaneous

The current action item list is provided in Attachment S.

Attachment T provides a copy of the monthly reports from the major OEMs.



SIEMENS ENERGY, INC
(ORLANDO, FLORIDA USA)



MONTHLY REPORT

SIEMENS ENERGY, INC

MONTHLY REPORT

Oregon Clean Energy Combined Cycle Project

Monthly Progress Report # 3

Period Ending: November 30, 2014

Purchase Order 184704.67.9100

The information included herein is proprietary and protected from disclosure under article 00512.19 of the Purchase Order and shall not be transmitted or disclosed to a third party without first obtaining the prior written approval of Siemens Energy, Inc



PROJECT DESCRIPTION

-

Customer: Black & Veatch Corporation

Plant Location: 816 North Lallendorf Road, Oregon, OH 43616

Guaranteed Substantial Completion Date: May 15th 2017

Contract Type: Power Island Equipment Supply

SIEMENS SCOPE

2x1 8000H(1.3) power island

- 2 x SGT6-8000H Combustion Turbines
- 1 x Steam Turbine SST5000 HI50-V1-TPL-60Hz + L2 X 8.7-M3-60Hz
- 3 x SGen6-2000H (110/46) V2
- Heat Recovery Steam Generator
- T3000 Distributed Control System
- Continuous Emission Monitoring System
- Power Island Equipment (feedwater/condensate pumps, bypass valves)
- Technical Field Assistance

INDEX

MONTHLY REPORT	1
1. Executive Summary.....	4
2. Correspondence Log.....	5
3. Engineering.....	5
3.1. Products	5
3.1.1 Combustion Turbine 1.....	5
3.1.2 Generator Combustion Turbine 1 & Auxiliaries	6
3.1.3 Combustion Turbine 2.....	6
3.1.4 Generator Combustion Turbine 2 & Auxiliaries	6
3.1.5 Steam Turbine	6
3.1.6 Generator Steam Turbine & Auxiliaries	6
3.2. Balance of Plant.....	6
3.2.1. Power Island Equipment	6
3.2.2. HRSG	6
3.2.3. DCS.....	6
4. Equipment and Procurement Report	7
4.1. Powertrain Auxiliaries	7
4.1.1 Combustion Turbine Auxiliaries.....	7
4.1.2 Steam Turbine Auxiliaries	7
4.2. Balance of Plant.....	7
4.2.1 HRSG	7
4.2.2 Feed Water Pumps.....	7
4.2.3 Condensate Extraction Pumps.....	7
4.2.4 Condensate Recirculation Pumps.....	7
4.2.5 Severe Service Valves.....	7
4.2.6 Continuous Emission Monitoring System	7
5. Manufacturing/Delivery.....	8
5.1. Products	8
5.1.1 Combustion Turbine 1.....	8
5.1.2 Generator Combustion Turbine 1	8
5.1.3 Combustion Turbine 2.....	8
5.1.4 Generator Combustion Turbine 2.....	8
5.1.5 Steam Turbine	8
5.1.6 Generator ST.....	8
6. Customer Witness Points	8
7. Site Technical Field Assistance (TFA)	9
7.1. Construction.....	9
7.2. Site Work Look-Ahead	9
7.3. Site receiving	9
8. Schedule – See Attachment 1	9
9. Sourcing for Major Equipment – See Attachment 2	9
10. Total Documents Sent November – See Attachment 3.....	9



1. Executive Summary

Siemens activities this month focused on engineering work to meet Schedule of Submittal items and on issuing purchase orders for sub-components, ST and GT auxiliary equipment and BOP components.

A continuous dialog between Siemens engineers and engineers from Black & Veatch is resulting in timely responses to Action Items and resolution of Black & Veatch comments to Siemens drawings and documents. Project communications is working without problem.

Weekly Action Item telephone conferences are continuing to be an effective forum for discussing and expediting open items. Both parties are being kept aware of critical information needs and both parties have been very cooperative at resolving issues.

At this point in time there are no significant issues to report.

Combustion Turbines

Manufacturing at the Siemens factory is not schedule to commence at this time, however all Long Lead Time Material has been ordered and Engineering is on track to support the delivery dates according to the delivery schedule.

Steam Turbine

Manufacturing at the Siemens factories is not schedule to commence at this time, however all Long Lead Time Material has been ordered and Engineering is on track to support the delivery dates according to the delivery schedule.

Generators

Manufacturing at the Siemens factory is not schedule to commence at this time, however all Long Lead Time Material has been ordered and Engineering is on track to support the delivery dates according to the delivery schedule.

HRSG

C-fast modules, drums, Blow Down Tanks, Burner Management System and SCR/CO catalysts were purchased.

Stack damper will be awarded to NPS, Germany.

Basic Engineering is 85% complete. Detail Engineering is well underway.

Engineering is on track to support the delivery dates according to the delivery schedule.

Power Island Equipment

Siemens placed purchase orders for the Steam Bypass Valves and CEMS.

EXHIBIT 3

SCHEDULE E-1

REVISED LEVEL 2 SCHEDULE

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)

Activity ID	Activity Name	Planned Start	Planned Finish	Milestone Schedule Date	2014												2015												2016												2017											
					J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul	A	S	O	N	D					
OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)																																																				
MILESTONES																																																				
A1000	Conceptual Engineering	01-Jul-14			◆ Conceptual Engineering																																															
A1140	Limited Notice to Proceed/Execute Prime Contract	18-Aug-14			◆ Limited Notice to Proceed/Execute Prime Contract																																															
A1340	Limited Notice to Proceed 2	29-Oct-14		29-Oct-14	◆ Limited Notice to Proceed 2																																															
A1010	Notice to Proceed	14-Nov-14		14-Nov-14	◆ Notice to Proceed																																															
A1020	Mobilize to Site	14-Nov-14		25-Jan-15	◆ Mobilize to Site																																															
A1160	HRS G1 Foundations Complete		21-Jul-15	01-Oct-15	◆ HRS G1 Foundations Complete																																															
A1170	CTG1 Mat and Pedestal Foundations Complete		11-Aug-15	22-Oct-15	◆ CTG1 Mat and Pedestal Foundations Complete																																															
A1030	CTG1 Delivery to Midwest Terminals (Toledo)		14-Sep-15	25-Nov-15	◆ CTG1 Delivery to Midwest Terminals (Toledo)																																															
A1330	CTG2 Mat and Pedestal Foundations Complete		15-Sep-15	26-Nov-15	◆ CTG2 Mat and Pedestal Foundations Complete																																															
A1180	HRS G2 Foundations Complete		22-Sep-15	03-Dec-15	◆ HRS G2 Foundations Complete																																															
A1040	CTG2 Delivery to Midwest Terminals (Toledo)		12-Oct-15	23-Dec-15	◆ CTG2 Delivery to Midwest Terminals (Toledo)																																															
A1050	Steam Turbine - Rotors/Casings/Generator Delivery to Midwest Terminals (Toledo)		15-Oct-15	26-Dec-15	◆ Steam Turbine - Rotors/Casings/Generator Delivery to Midwest Terminals (Toledo)																																															
A1070	Heat Recovery Steam Generator #1 Delivery to Midwest Terminals (Toledo)		16-Nov-15	27-Jan-16	◆ Heat Recovery Steam Generator #1 Delivery to Midwest Terminals (Toledo)																																															
A1080	Heat Recovery Steam Generator #2 Delivery to Midwest Terminals (Toledo)		16-Nov-15	27-Jan-16	◆ Heat Recovery Steam Generator #2 Delivery to Midwest Terminals (Toledo)																																															
A1190	Energize High Voltage Switchgear		15-Jun-16	26-Aug-16	◆ Energize High Voltage Switchgear																																															
A1200	Back feed Complete		15-Jun-16	26-Aug-16	◆ Back feed Complete																																															
A1220	Condenser Hydro Complete		08-Jul-16	18-Sep-16	◆ Condenser Hydro Complete																																															
A1090	HRS G #1 Complete Boiler Hydro		17-Aug-16	28-Oct-16	◆ HRS G #1 Complete Boiler Hydro																																															
A1100	HRS G #2 Complete Boiler Hydro		01-Sep-16	12-Nov-16	◆ HRS G #2 Complete Boiler Hydro																																															
A1230	CTG1 initial turning gear operation		02-Sep-16	13-Nov-16	◆ CTG1 initial turning gear operation																																															
A1210	Water Pre-Treatment ready for service		09-Sep-16	20-Nov-16	◆ Water Pre-Treatment ready for service																																															
A1320	Cooling Tower and Basin Ready for Service		15-Sep-16	26-Nov-16	◆ Cooling Tower and Basin Ready for Service																																															
A1250	CTG2 initial turning gear operation		07-Oct-16	18-Dec-16	◆ CTG2 initial turning gear operation																																															
A1260	STG initial Turing gear operation		21-Oct-16	01-Jan-17	◆ STG initial Turing gear operation																																															
A1110	CTG1 First Fire		31-Oct-16	11-Jan-17	◆ CTG1 First Fire																																															
A1270	CTG1 first synch		01-Nov-16	12-Jan-17	◆ CTG1 first synch																																															
A1120	CTG2 First Fire		07-Nov-16	18-Jan-17	◆ CTG2 First Fire																																															
A1280	CTG2 first synch		08-Nov-16	19-Jan-17	◆ CTG2 first synch																																															
A1290	Complete Steam Blows		21-Nov-16	01-Feb-17	◆ Complete Steam Blows																																															
A1130	STG First Sync		12-Dec-16	22-Feb-17	◆ STG First Sync																																															
A1300	Steam Admitted to ST		12-Dec-16	22-Feb-17	◆ Steam Admitted to ST																																															
A1310	Mechanical Completion		23-Dec-16	05-Mar-17	◆ Mechanical Completion																																															
Z-PL1	Planned Substantial Completion		03-Mar-17	01-Jul-17	◆ Planned Substantial Completion																																															
Z-PL1	Guaranteed Substantial Completion		01-Jul-17	01-Jul-17	◆ Guaranteed Substantial Completion																																															
Z-PL1	Final Completion		28-Dec-17																																																	
OWNER REQUIREMENTS																																																				
Z-PL1	Owner (Potable Water)		29-Mar-16		◆ Owner (Potable Water)																																															
Z-PL1	Owner (Power Available for Backfeed)		15-Jun-16		◆ Owner (Power Available for Backfeed)																																															
Z-PL1	Owner (Gas Available)		01-Sep-16		◆ Owner (Gas Available)																																															
Z-PL1	Owner (Raw Water Available)		01-Sep-16		◆ Owner (Raw Water Available)																																															

Plan
◆ Milestone

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)

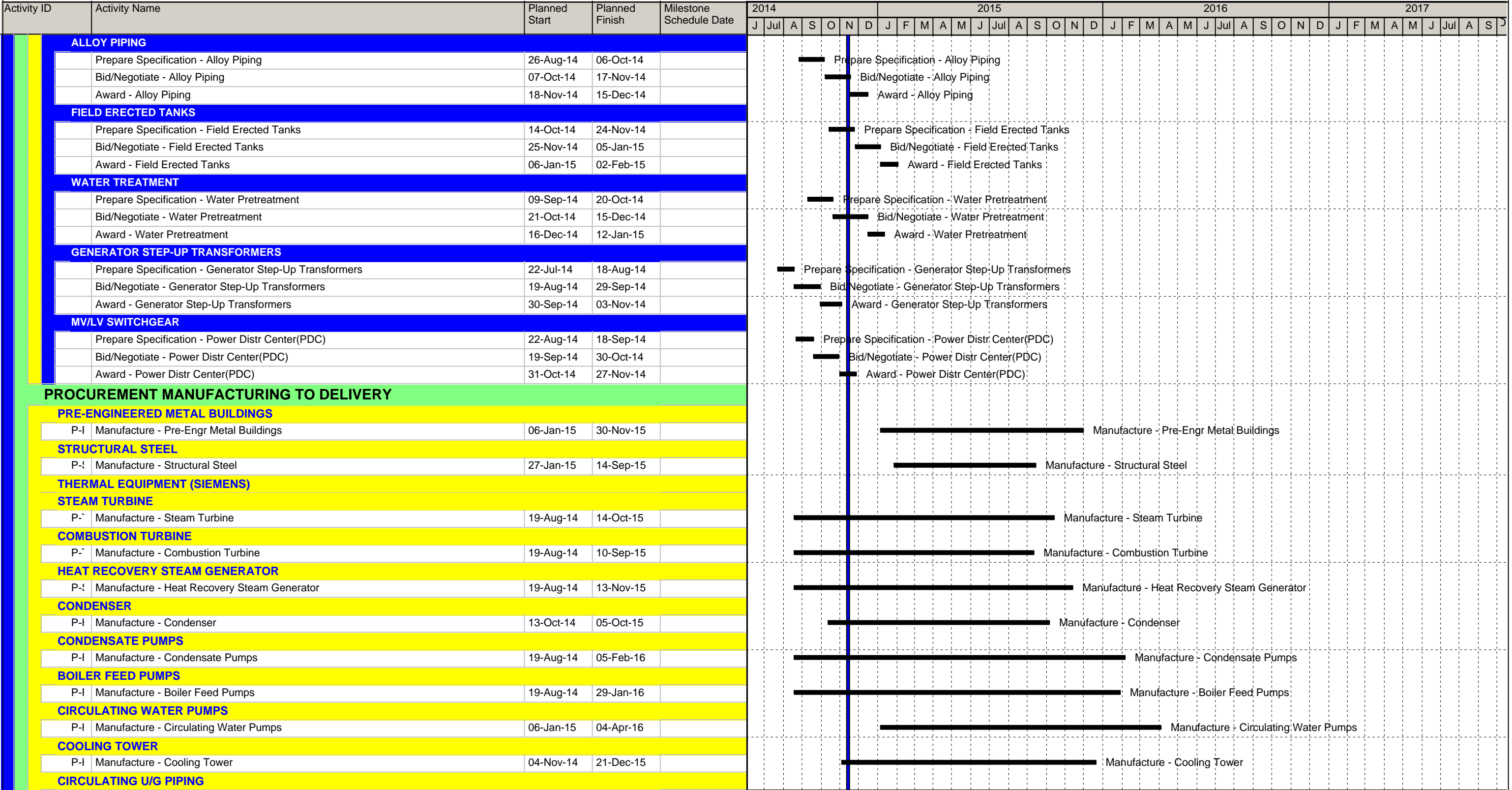
Activity ID	Activity Name	Planned Start	Planned Finish	Milestone Schedule Date	2014												2015												2016												2017											
					J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul	A	S	O	N	D					
ENGINEERING																																																				
CONCEPTUAL/DETAILED DESIGN																																																				
C-1	Site Survey	18-Aug-14	12-Sep-14		Site Survey																																															
C-1	Geotechnical Soil Borings/Investigation/Report	18-Aug-14	19-Sep-14		Geotechnical Soil Borings/Investigation/Report																																															
E-1	Civil/Structural Engineering	01-Jul-14	15-Oct-15		Civil/Structural Engineering																																															
E-1	Mechanical/Chemical Engineering	01-Jul-14	14-Mar-16		Mechanical/Chemical Engineering																																															
E-1	Electrical/Control Engineering	01-Jul-14	13-Jun-16		Electrical/Control Engineering																																															
SPECIFICATION DEVELOPMENT TO AWARD																																																				
GEOTECHNICAL																																																				
	Prepare Specification - Geotechnical Investigation	15-Jul-14	15-Jul-14		Prepare Specification - Geotechnical Investigation																																															
	Bid/Negotiate - Geotechnical Investigation	16-Jul-14	18-Jul-14		Bid/Negotiate - Geotechnical Investigation																																															
	Award - Geotechnical Investigation	21-Jul-14	15-Aug-14		Award - Geotechnical Investigation																																															
SURVEY																																																				
	Prepare Specification - Site Survey	15-Jul-14	15-Jul-14		Prepare Specification - Site Survey																																															
	Bid/Negotiate - Site Survey	16-Jul-14	18-Jul-14		Bid/Negotiate - Site Survey																																															
	Award - Site Survey	21-Jul-14	15-Aug-14		Award - Site Survey																																															
PRE-ENGINEERED METAL BUILDINGS																																																				
	Prepare Specification - Pre-Engr Metal Buildings_Shell	16-Sep-14	27-Oct-14		Prepare Specification - Pre-Engr Metal Buildings_Shell																																															
	Bid/Negotiate - Pre-Engr Metal Buildings_Shell	28-Oct-14	08-Dec-14		Bid/Negotiate - Pre-Engr Metal Buildings_Shell																																															
	Award - Pre-Engr Metal Buildings_Shell	09-Dec-14	05-Jan-15		Award - Pre-Engr Metal Buildings_Shell																																															
STRUCTURAL STEEL																																																				
	Prepare Specification - Structural Steel	23-Sep-14	03-Nov-14		Prepare Specification - Structural Steel																																															
	Bid/Negotiate - Structural Steel	04-Nov-14	29-Dec-14		Bid/Negotiate - Structural Steel																																															
	Award - Structural Steel	30-Dec-14	26-Jan-15		Award - Structural Steel																																															
CONDENSER																																																				
	Prepare Specification - Condenser	21-Jul-14	08-Aug-14		Prepare Specification - Condenser																																															
	Bid/Negotiate - Condenser	11-Aug-14	29-Aug-14		Bid/Negotiate - Condenser																																															
	Award - Condenser	01-Sep-14	10-Oct-14		Award - Condenser																																															
THERMAL EQUIPMENT (SIEMENS)																																																				
	Award - Thermal Equipment (Siemens)	18-Aug-14	18-Aug-14		Award - Thermal Equipment (Siemens)																																															
BOILER FEED PUMPS																																																				
CIRCULATING WATER PUMPS																																																				
	Prepare Specification - Circulating Water Pumps	02-Sep-14	13-Oct-14		Prepare Specification - Circulating Water Pumps																																															
	Bid/Negotiate - Circulating Water Pumps	14-Oct-14	08-Dec-14		Bid/Negotiate - Circulating Water Pumps																																															
	Award - Circulating Water Pumps	09-Dec-14	05-Jan-15		Award - Circulating Water Pumps																																															
COOLING TOWER																																																				
	Prepare Specification - Cooling Tower	05-Aug-14	01-Sep-14		Prepare Specification - Cooling Tower																																															
	Bid/Negotiate - Cooling Tower	02-Sep-14	29-Sep-14		Bid/Negotiate - Cooling Tower																																															
	Award - Cooling Tower	30-Sep-14	03-Nov-14		Award - Cooling Tower																																															
CIRCULATING U/G PIPING																																																				
	Prepare Specification - U/G Circ Water Piping	15-Jul-14	04-Aug-14		Prepare Specification - U/G Circ Water Piping																																															
	Bid/Negotiate - U/G Circ Water Piping	05-Aug-14	25-Aug-14		Bid/Negotiate - U/G Circ Water Piping																																															
	Award - U/G Circ Water Piping	26-Aug-14	22-Sep-14		Award - U/G Circ Water Piping																																															

 Plan
  Milestone

LEVEL 2 SCHEDULE

Updated Oct 29, 2014

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)



Plan
Milestone

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)

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OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)

[illegible]

Plan

LEVEL 2 SCHEDULE

Page 5 of 10

Milestone

Revision 13 - Updated Oct 29, 2014

Plan	LEVEL 2 SCHEDULE	Page 5 of 10
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Updated Oct 29, 2014

Plan	I LEVEL 3 SCHEDULE	Page 5 of 10
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◆ Milestone

Revision 13 - Updated Oct 29, 2014

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)

[illegible]

 Plan
  Milestone

LEVEL 2 SCHEDULE

Updated Oct 29, 2014

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)

Activity ID	Activity Name	Planned Start	Planned Finish	Milestone Schedule Date	2014							2015							2016							2017																
					J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul	A	S	O	N	D	J	F	M	A	M	J	Jul
1000																																										

Plan
Milestone

LEVEL 2 SCHEDULE

Updated Oct 29, 2014

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)



Plan
Milestone

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)

[illegible]

 Plan
 Milestone

LEVEL 2 SCHEDULE

Updated Oct 29, 2014

LEVEL 2 SCHEDULE

Updated Oct 29, 2014

Page 9 of 10

Revision 13 - Updated Oct 29, 2014

Page 9 of 10

Revision 13 - Updated Oct 29, 2014

OREGON CLEAN ENERGY 2x1 CC POWER PLANT (Rev 13)

Activity ID	Activity Name	Planned Start	Planned Finish	Milestone Schedule Date	2014							2015							2016							2017																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																				
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Plan
Milestone

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in

Case No(s). 12-2959-EL-BGN, 14-1396-EL-BGA

Summary: Correspondence of Oregon Clean Energy, LLC electronically filed by Teresa Orahoad on behalf of Sally Bloomfield